

**IN THE UNITED STATES DISTRICT COURT  
FOR THE SOUTHERN DISTRICT OF INDIANA  
INDIANAPOLIS DIVISION**

**RED BARN MOTORS, INC., PLATINUM  
MOTORS, INC., and MATTINGLY AUTO  
SALES, INC., individually and on behalf of  
other members of the general public similarly  
situated,**

**Plaintiffs,**

**v.**

**NEXTGEAR CAPITAL, INC. f/k/a DEALER  
SERVICES CORPORATION,**

**Defendant.**

**Case No. 1:14-cv-01589-TWP-DLP**

**MOTION FOR ATTORNEYS' FEES, EXPENSES,  
AND REPRESENTATIVE PLAINTIFFS' INCENTIVE AWARDS**

Class Counsel<sup>1</sup> for Plaintiffs Red Barn Motors, Inc. (“Red Barn”), Platinum Motors, Inc. (“Platinum Motors”), and Mattingly Auto Sales, Inc. (“Mattingly Auto”), on behalf of a certified class of 17,208 used car dealerships (collectively, “Plaintiffs”) respectfully move this Court for an Order awarding Class Counsel legal fees of 1/3 of the Common Fund as well as reimbursement of \$300,000.00 in costs in conjunction with the proposed “Settlement Agreement” with Defendant NextGear Capital, Inc., formerly known as Dealer Services Corporation, (“NextGear”). Class Counsel have previously moved the Court for preliminary approval of the Settlement Agreement.

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<sup>1</sup> Capitalized terms have the definitions assigned to them in Plaintiffs' Motion for Preliminary Approval [Filing No. 373].

which the Court granted. [Filing no. 378]. Plaintiffs recognize that they and Class Counsel will not be entitled to the fees, expenses, and incentive awards requested in this motion unless this Court enters an order granting final approval of the Settlement Agreement. Furthermore, the relief requested in this motion is not intended to alter the procedures for disbursement of these amounts as set forth in the Settlement Agreement.

WHEREFORE, for the reasons set forth in the attached Memorandum in Support of Motion for Attorneys' Fees, Expenses, and Representative Plaintiffs' Incentive Awards, the Declarations and Exhibits incorporated therein and attached hereto, the Plaintiffs request that the Court enter an Order awarding Class Counsel legal fees of 1/3 of the Common Fund as well as reimbursement of \$300,000.00 in costs in conjunction with the proposed Settlement Agreement.

Respectfully submitted, this 27th day of August, 2021.

s/James M Garner

James M. Garner (*pro hac vice*)  
Ryan D. Adams (*pro hac vice*)  
Jacob A. Airey (*pro hac vice*)  
SHER GARNER CAHILL RICHTER KLEIN &  
HILBERT, L.L.C.  
909 Poydras Street, Suite 2800  
New Orleans, Louisiana 70112  
Telephone: (504) 299-2100  
Facsimile: (504) 299-2300  
[jgarner@shergarner.com](mailto:jgarner@shergarner.com)  
[radams@shergarner.com](mailto:radams@shergarner.com)  
[jairey@shergarner.com](mailto:jairey@shergarner.com)

Gladstone N. Jones, III (*pro hac vice*)  
Lynn E. Swanson (*pro hac vice*)  
JONES SWANSON HUDDALL &  
DASCHBACH LLC  
601 Poydras Street, Suite 2655  
New Orleans, Louisiana 70130  
Telephone: (504) 523-2500  
Facsimile: (504) 523-2508  
[gjones@jonesswanson.com](mailto:gjones@jonesswanson.com)  
[lswanson@jonesswanson.com](mailto:lswanson@jonesswanson.com)

Kerry A. Murphy (*pro hac vice*)  
KERRY MURPHY LAW LLC  
715 Girod Street, Suite 250  
New Orleans, LA 70130  
Telephone: (504) 603-1502  
Facsimile: (504) 603-1503  
[kmurphy@kerrymurphyllaw.com](mailto:kmurphy@kerrymurphyllaw.com)

Kathleen A. DeLaney (#18604-49)  
DELANEY & DELANEY LLC  
3646 North Washington Blvd.  
Indianapolis, IN 46205  
Telephone: (317) 920-0400  
Facsimile: (317) 0404  
[Kathleen@delaneylaw.net](mailto:Kathleen@delaneylaw.net)

Cassie E. Felder (*pro hac vice*)  
THE CASSIE FELDER LAW FIRM  
7515 Jefferson Hwy., #313  
Baton Rouge, LA 70806  
Main: (504) 232-1733  
Cell: (504) 400-1127  
[cassie@cassiefelderlaw.com](mailto:cassie@cassiefelderlaw.com)

***Attorneys for Plaintiffs and the Class***